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REALTY INVESTMENT COMPANY, INC.  
8737 COLESVILLE ROAD, SUITE 800  
SILVER SPRING, MARYLAND 20910

TELEPHONE 301-495-4400  
FACSIMILE 301-495-4407

November 3, 1995

Florida Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

RE: Registration of Foreign Corporation

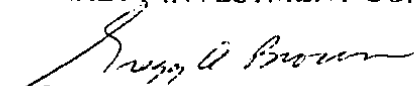
Division of Corporations:

Enclosed please find the appropriate registration paperwork for Bayside Investment Company, Inc. along with a check for \$157.50. The check is to cover the filing fee of \$35.00, registered agent fee of \$35.00, certified copy fee of \$52.50 and \$35.00 for four (4) certificates under seal.

If you have any questions regarding this request, please do not hesitate to contact me at the above number. Thank you for your assistance in this matter.

Sincerely,

REALTY INVESTMENT COMPANY, INC.



Gregg A. Brown  
Acquisitions Coordinator

951107-7 P112:33

SEARCHED  
SERIALIZED  
INDEXED  
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ymtn

file conversation with  
Mr. Brown to list  
11-20-95 for # 6 of application  
ymtn

## TRANSMITTAL LETTER

TO: QUALIFICATION/REGISTRATION SECTION  
DIVISION OF CORPORATIONS

SUBJECT: BAYSIDE INVESTMENT COMPANY, INC.  
(Name of corporation)

55 NOV -7 PM 12:33

SECRET  
FBI

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

GREGG BROWN  
(Name of Person)  
REALTY INVESTMENT COMPANY, INC.  
(Firm/Company)  
8737 Colesville, Rd., Suite 800  
(Address)  
Silver Spring, MD 20910  
(City, State and Zip Code)

Should you need to call someone concerning this matter, please call:

GREGG BROWN at ( 301 ) 495 - 4400  
(Name of Person) Area Code & Daytime Telephone Number

COURIER ADDRESS:  
Qualification/Registration Sec.  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

MAILING ADDRESS:  
Qualification/Registration Sec.  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

### RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned PATRICIA L. BOWDITCH, do hereby certify  
 that this Resolution of the Board of Directors of BAYSIDE INVESTMENT COMPANY, INC.  
 a corporation duly organized and existing under the laws of the State of MARYLAND  
 was duly adopted on November 7, 19 95.

Resolved, that Bayside Investment Company, Inc., organized  
 and existing in the State of Maryland, hereby adopts the  
 name Bayside Investment Co. Of Maryland, Inc. for use in Florida.

Dated: November 7, 1995

  
 Signature of the undersigned Director

Patricia L. Bowditch  
 Vice - President

05 NOV - 7 PM 3:15

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO  
TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS  
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE  
STATE OF FLORIDA:

1. BAYSIDE INVESTMENT COMPANY, INC.  
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Maryland, Montgomery County 3. 52-1946810  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 10/26/95 5. Perpetual  
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 11-20-95-  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 8737 Colesville Road, Suite 800  
Silver Spring, MD 20910  
(Current mailing address)

8. Investment In Real Estate  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

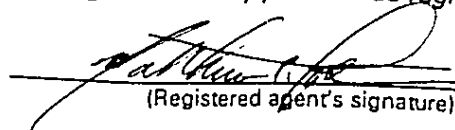
Name: Realty Investment Company c/o Matt Lundstrom

Office Address: 2447 North Wickham Road, Suite 118

Melbourne, Florida, 32935  
(Zip Code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: SEE ATTACHED SHEET

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

B. OFFICERS

President: SEE ATTACHED SHEET

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Secretary: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Patricia L. Bowditch  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Patricia L. Bowditch, Vice President  
(Typed or printed name and capacity of person signing application)

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**BAYSIDE INVESTMENT COMPANY, INC.**

**DIRECTORS**

Stewart Bainum  
Barbara Bainum  
Bruce Bainum  
Roberta Froom  
Stewart Bainum, Jr.

**OFFICERS**

|                    |                            |
|--------------------|----------------------------|
| Stewart Bainum,    | President                  |
| Patricia Bowditch, | Vice-President / Treasurer |
| William Everngam,  | Vice-President             |
| Ruth Donnelly,     | Corporate Secretary        |

**ADDRESS FOR DIRECTORS & OFFICERS**

Realty Investment Company, Inc.  
8737 Colesville Road, Suite 800  
Silver Spring, MD 20910

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# STATE OF MARYLAND

401227

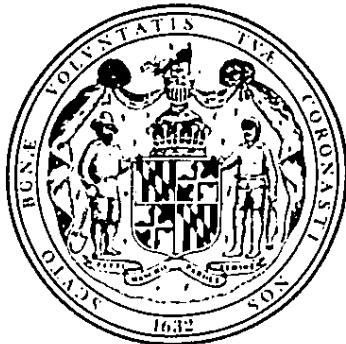
## STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

301 West Preston Street Baltimore, Maryland 21201

95 NOV - 7 PM 2:58  
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I, BRENDA A. WALKER OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT SAID DEPARTMENT, BY THE LAWS OF SAID STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATE CHARTERS, OR OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE; AND I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT BAYSIDE INVESTMENT COMPANY, INC. IS A CORPORATION DULY INCORPORATED AND EXISTING UNDER AND BY VIRTUE OF THE LAWS OF MARYLAND AND SAID CORPORATION HAS FILED ALL ANNUAL REPORTS REQUIRED, HAS NO OUTSTANDING LATE FILING PENALTIES ON THOSE REPORTS, AND HAS A RESIDENT AGENT. THEREFORE, THE CORPORATION IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING WITH THIS DEPARTMENT AND DULY AUTHORIZED TO EXERCISE ALL THE POWERS RECITED IN ITS CHARTER OR CERTIFICATE OF INCORPORATION, AND TO TRANSACT BUSINESS IN THE STATE OF MARYLAND.



IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE THIS 26TH DAY OF OCTOBER, 1995.

*Brenda A. Walker*  
BRENDA A. WALKER  
ADMIN SPECIALIST II